

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

LARRY FREUDENBERG, Individually and )  
on Behalf of All Others Similarly Situated, )  
Plaintiff, ) Civil Action No. 07-8538-RWS  
-against- )  
E\*TRADE FINANCIAL CORPORATION, )  
MITCHELL H. CAPLAN and ROBERT J. )  
SIMMONS, )  
Defendants. )

(caption continued on next pages)

**MOTION TO ADMIT COUNSEL *PRO HAC VICE***

)  
WILLIAM BOSTON, Individually and on )  
Behalf of All Others Similarly Situated, )  
Plaintiff, ) Civil Action No. 07-8808-RWS  
  )  
-against- )  
  )  
E\*TRADE FINANCIAL CORPORATION, )  
MITCHELL H. CAPLAN and ROBERT J. )  
SIMMONS, )  
  )  
Defendants. )  
  )  
  )  
ROBERT D. THULMAN, Individually and on )  
Behalf of All Others Similarly Situated, )  
Plaintiff, ) Civil Action No. 07-9651-RWS  
  )  
-against- )  
  )  
E\*TRADE FINANCIAL CORPORATION, )  
MITCHELL H. CAPLAN and ROBERT J. )  
SIMMONS, )  
  )  
Defendants. )  
  )  
  )  
WENDY M. DAVIDSON, Individually and on )  
Behalf of All Others Similarly Situated, )  
Plaintiff, ) Civil Action No. 07-10400-UA  
  )  
-against- )  
  )  
E\*TRADE FINANCIAL CORPORATION, )  
MITCHELL H. CAPLAN and ROBERT J. )  
SIMMONS, )  
  )  
Defendants. )  
  )

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JOSHUA FERENC, Individually and on )  
Behalf of All Others Similarly Situated, )  
Plaintiff, ) Civil Action No. 07-10540-SHS  
  )  
-against- )  
  )  
E\*TRADE FINANCIAL CORPORATION, )  
MITCHELL H. CAPLAN, AND ROBERT J. )  
SIMMONS, )  
Defendants. )  
  )

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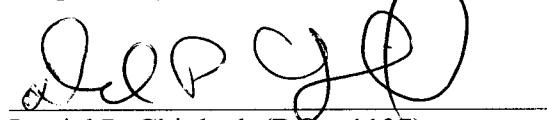
PURSUANT TO RULE 1.3(c) of the Local Rules of the United States District Courts for the Southern and Eastern Districts of New York, I, Daniel P. Chiplock, a member in good standing of the bar of this Court, hereby move for an Order allowing the admission *pro hac vice* of:

James M. Hughes  
MOTLEY RICE LLC  
P.O. Box 1792 (zip 29465)  
28 Bridgeside Blvd.  
Mount Pleasant, SC 29464  
Tel: 843-216-9133  
Fax: 843-216-9440  
[jhughes@motleyrice.com](mailto:jhughes@motleyrice.com)

James M. Hughes is a member in good standing of the Bar of the State of South Carolina. There are no pending disciplinary proceedings against James M. Hughes in any State or Federal court.

Dated: January 16, 2008  
New York, New York

Respectfully submitted,



Daniel P. Chiplock (DC - 1137)  
LIEFF, CABRASER, HEIMANN & BERNSTEIN, LLP  
780 Third Avenue, 48<sup>th</sup> Floor  
New York, New York 10017-2024  
Tel: 212-355-9500  
Fax: 212-355-9592

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

---

LARRY FREUDENBERG, Individually and )  
on Behalf of All Others Similarly Situated, )  
Plaintiff, ) Civil Action No. 07-8538-RWS  
-against- )  
E\*TRADE FINANCIAL CORPORATION, )  
MITCHELL H. CAPLAN and ROBERT J. )  
SIMMONS, )  
Defendants. )  
)

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**DECLARATION OF DANIEL P. CHIPLOCK  
IN SUPPORT OF *PRO HAC VICE* APPLICATION**

WILLIAM BOSTON, Individually and on )  
Behalf of All Others Similarly Situated, )  
Plaintiff, )  
-against- )  
E\*TRADE FINANCIAL CORPORATION, )  
MITCHELL H. CAPLAN and ROBERT J. )  
SIMMONS, )  
Defendants. )  
\_\_\_\_\_  
ROBERT D. THULMAN, Individually and on )  
Behalf of All Others Similarly Situated, )  
Plaintiff, )  
-against- )  
E\*TRADE FINANCIAL CORPORATION, )  
MITCHELL H. CAPLAN and ROBERT J. )  
SIMMONS, )  
Defendants. )  
\_\_\_\_\_  
WENDY M. DAVIDSON, Individually and on )  
Behalf of All Others Similarly Situated, )  
Plaintiff, )  
-against- )  
E\*TRADE FINANCIAL CORPORATION, )  
MITCHELL H. CAPLAN and ROBERT J. )  
SIMMONS, )  
Defendants. )

---

JOSHUA FERENC, Individually and on )  
Behalf of All Others Similarly Situated, )  
Plaintiff, ) Civil Action No. 07-10540-SHS  
-against- )  
E\*TRADE FINANCIAL CORPORATION, )  
MITCHELL H. CAPLAN, AND ROBERT J. )  
SIMMONS, )  
Defendants. )  
\_\_\_\_\_  
)

DANIEL P. CHIPLOCK declares under penalty of perjury:

1. I am a partner with the law firm of Lieff, Cabraser, Heimann & Bernstein, LLP, counsel for plaintiffs in the above-captioned matter, and I am familiar with the facts of this matter. I make this declaration in support of the Application for admission *pro hac vice* of James M. Hughes. The facts stated in this declaration are stated upon information and belief, based upon representations made to me and documents provided to me by Mr. Hughes, and I believe them to be true.

2. I have been admitted to practice in the Southern District of New York since 2001.

3. Mr. Hughes is admitted to practice before the Bar of the State of South Carolina and is in good standing. The certificate of good standing with respect to Mr. Hughes is annexed as Exhibit A to the Declaration of James M. Hughes.

4. Mr. Hughes is Senior Counsel with Motley Rice LLC in the firm's Mount Pleasant office located at 28 Bridgeside Boulevard, Mount Pleasant, South Carolina 29464.

5. Mr. Hughes has not been subjected to discipline by any court and no disciplinary charges are currently pending against him.

6. Mr. Hughes is fully familiar with the individual rules of this Court and the local rules of the United States District Court for the Southern District of New York.

Dated: January 16, 2008  
New York, New York



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Daniel P. Chiplock (DC - 1137)

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

---

LARRY FREUDENBERG, Individually and )  
on Behalf of All Others Similarly Situated, )  
Plaintiff, ) Civil Action No. 07-8538-RWS  
-against- )  
E\*TRADE FINANCIAL CORPORATION, )  
MITCHELL H. CAPLAN and ROBERT J. )  
SIMMONS, )  
Defendants. )  
\_\_\_\_\_  
(caption continued on next pages)

**DECLARATION OF JAMES M. HUGHES  
IN SUPPORT OF *PRO HAC VICE* APPLICATION**

)  
WILLIAM BOSTON, Individually and on )  
Behalf of All Others Similarly Situated, )  
Plaintiff, )  
-against- )  
E\*TRADE FINANCIAL CORPORATION, )  
MITCHELL H. CAPLAN and ROBERT J. )  
SIMMONS, )  
Defendants. )  
)  
ROBERT D. THULMAN, Individually and on )  
Behalf of All Others Similarly Situated, )  
Plaintiff, )  
-against- )  
E\*TRADE FINANCIAL CORPORATION, )  
MITCHELL H. CAPLAN and ROBERT J. )  
SIMMONS, )  
Defendants. )  
)  
WENDY M. DAVIDSON, Individually and on )  
Behalf of All Others Similarly Situated, )  
Plaintiff, )  
-against- )  
E\*TRADE FINANCIAL CORPORATION, )  
MITCHELL H. CAPLAN and ROBERT J. )  
SIMMONS, )  
Defendants. )  
)

Civil Action No. 07-8808-RWS  
Civil Action No. 07-9651-RWS  
Civil Action No. 07-10400-UA

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JOSHUA FERENC, Individually and on )  
Behalf of All Others Similarly Situated, )  
Plaintiff, ) Civil Action No. 07-10540-SHS  
-against- )  
E\*TRADE FINANCIAL CORPORATION, )  
MITCHELL H. CAPLAN, AND ROBERT J. )  
SIMMONS, )  
Defendants. )  
\_\_\_\_\_  
)

JAMES M. HUGHES declares under penalty of perjury:

1. I am Senior Counsel with the law firm of Motley Rice LLC, 28 Bridgeside Boulevard, Mount Pleasant, South Carolina 29464. I reside at 37 Town Creek Drive, Charleston, South Carolina 29407.

2. I have been a member in good standing of the Bar of the State of South Carolina since November, 1993, and am admitted to practice in the State of South Carolina. Attached hereto as Exhibit A is a Certificate of Good Standing with the Bar of the State of South Carolina.

3. I have not been disciplined by any Court and no disciplinary charges are currently pending against me. I have never been held in contempt of court.

4. I am fully familiar with the individual rules of this Court; the local rules of the United States District Court for the Southern District of New York; the provisions of the Judicial Code that pertain to the jurisdiction of, and practice in, the United States District Courts; the Federal Rules of Civil Procedure and the Federal Rules of Evidence; and the New York State Lawyers' Code of Professional Responsibility. I will adhere to all applicable rules of conduct in connection with my activities in this Court.

I declare under penalty of perjury, under the laws of the United States, that the foregoing is true and correct, and that this Declaration is executed this 14th day of January, 2008, in Mount Pleasant, South Carolina.



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JAMES M. HUGHES

# **EXHIBIT A**

# The Supreme Court of South Carolina

## Certificate of Good Standing

I, Daniel E. Shearouse, Clerk of the Supreme Court of South Carolina, do hereby certify that James Michael Hughes was admitted as an attorney in this state on November 15, 1993 and is currently an active member of the South Carolina Bar.

DANIEL E. SHEAROUSE, CLERK

BY Hayle B. Watts  
DEPUTY CLERK FOR BAR ADMISSIONS

Columbia, South Carolina

January 9, 2008

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

---

LARRY FREUDENBERG, Individually and )  
on Behalf of All Others Similarly Situated, )  
Plaintiff, ) Civil Action No. 07-8538-RWS  
-against- )  
E\*TRADE FINANCIAL CORPORATION, )  
MITCHELL H. CAPLAN and ROBERT J. )  
SIMMONS, )  
Defendants. )

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**[PROPOSED] ORDER GRANTING ADMISSION TO PRACTICE *PRO HAC VICE***

WILLIAM BOSTON, Individually and on )  
Behalf of All Others Similarly Situated, )  
Plaintiff, ) Civil Action No. 07-8808-RWS  
-against- )  
E\*TRADE FINANCIAL CORPORATION, )  
MITCHELL H. CAPLAN and ROBERT J. )  
SIMMONS, )  
Defendants. )  
ROBERT D. THULMAN, Individually and on )  
Behalf of All Others Similarly Situated, )  
Plaintiff, ) Civil Action No. 07-9651-RWS  
-against- )  
E\*TRADE FINANCIAL CORPORATION, )  
MITCHELL H. CAPLAN and ROBERT J. )  
SIMMONS, )  
Defendants. )  
WENDY M. DAVIDSON, Individually and on )  
Behalf of All Others Similarly Situated, )  
Plaintiff, ) Civil Action No. 07-10400-UA  
-against- )  
E\*TRADE FINANCIAL CORPORATION, )  
MITCHELL H. CAPLAN and ROBERT J. )  
SIMMONS, )  
Defendants. )

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JOSHUA FERENC, Individually and on )  
Behalf of All Others Similarly Situated, )  
Plaintiff, ) Civil Action No. 07-10540-SHS  
-against- )  
E\*TRADE FINANCIAL CORPORATION, )  
MITCHELL H. CAPLAN, AND ROBERT J. )  
SIMMONS, )  
Defendants. )  
\_\_\_\_\_  
)

Upon the motion of Daniel P. Chiplock, attorney for Skandia Life Insurance Company Ltd. and his declaration in support;

IT IS HEREBY ORDERED that

James M. Hughes  
MOTLEY RICE LLC  
P.O. Box 1792 (zip 29465)  
28 Bridgeside Blvd.  
Mount Pleasant, SC 29464  
Tel: 843-216-9133  
Fax: 843-216-9440  
[jhughes@motleyrice.com](mailto:jhughes@motleyrice.com)

is admitted to practice *pro hac vice* as counsel for Skandia Life Insurance Company Ltd. in the above captioned case in the United States District Court for the Southern District of New York. All attorneys appearing before this Court are subject to the Local Rules of this Court, including the Rules governing discipline of attorneys. If this action is assigned to the Electronic Case Filing (ECF) system, counsel shall immediately apply for an ECF passwork at [nysd.uscourts.gov](http://nysd.uscourts.gov). Counsel shall forward the *pro hac vice* fee to the Clerk of Court.

Dated: January \_\_\_, 2008  
New York, New York

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Robert W. Sweet  
United States District Judge

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

---

LARRY FREUDENBERG, Individually and  
on Behalf of All Others Similarly Situated,

Plaintiff,

-against-

E\*TRADE FINANCIAL CORPORATION,  
MITCHELL H. CAPLAN and ROBERT J.  
SIMMONS,

Defendants.

) Civil Action No. 07-8538-RWS

---

(caption continued on next pages)

**CERTIFICATE OF SERVICE**

)  
WILLIAM BOSTON, Individually and on )  
Behalf of All Others Similarly Situated, )  
Plaintiff, )  
-against- )  
E\*TRADE FINANCIAL CORPORATION, )  
MITCHELL H. CAPLAN and ROBERT J. )  
SIMMONS, )  
Defendants.)  
\_\_\_\_\_  
ROBERT D. THULMAN, Individually and on )  
Behalf of All Others Similarly Situated, )  
Plaintiff, )  
-against- )  
E\*TRADE FINANCIAL CORPORATION, )  
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WENDY M. DAVIDSON, Individually and on )  
Behalf of All Others Similarly Situated, )  
Plaintiff, )  
-against- )  
E\*TRADE FINANCIAL CORPORATION, )  
MITCHELL H. CAPLAN and ROBERT J. )  
SIMMONS, )  
Defendants.)  
\_\_\_\_\_

Civil Action No. 07-8808-RWS

Civil Action No. 07-9651-RWS

Civil Action No. 07-10400-UA

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JOSHUA FERENC, Individually and on )  
Behalf of All Others Similarly Situated, )  
Plaintiff, ) Civil Action No. 07-10540-SHS  
  )  
-against- )  
  )  
E\*TRADE FINANCIAL CORPORATION, )  
MITCHELL H. CAPLAN, AND ROBERT J. )  
SIMMONS, )  
Defendants. )  
  )  

---

I, Daniel P. Chiplock, Esq., hereby certify that on January 16, 2008, I filed by hand with the Court the following documents:

- (1) **Motion to Admit Counsel *Pro Hac Vice*;**
- (2) **Declaration of Daniel P. Chiplock In Support of *Pro Hac Vice* Application;**
- (3) **Declaration of James M. Hughes In Support of *Pro Hac Vice* Application, with attached Exhibit A;**
- (4) **[Proposed] Order Granting Admission to Practice *Pro Hac Vice*; and**
- (5) **Certificate of Service**

I hereby certify that copies of these documents were mailed via first class U.S. mail, postage prepaid, on this date, to the following parties and/or counsel:

David Avie Rosenfeld  
 Coughlin Stoia Geller Rudman  
 & Robbins, LLP  
 58 South Service Road, Suite 200  
 Melville, NY 11747

*Attorney for Plaintiff Larry Freudenberg*

Andrew Edward Krause  
 Dennis E. Glazer  
 Nancy B. Ludmerer  
 Davis Polk & Wardwell  
 450 Lexington Avenue  
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*Attorneys for Defendant E\*Trade Financial Corporation*

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 212 East 39th Street  
 New York, NY 10016

*Attorney for Movant State Teachers Retirement System of Ohio*

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 New York, NY 10022

*Attorney for Movant The Kristen-Straxton Group*

Geoffrey Coyle Jarvis  
 Grant & Eisenhofer, PA  
 Chase Manhattan Centre  
 1201 North Market Street  
 Wilmington, DE 19801

*Attorney for Movant E\*TRADE Institution Investor Group*

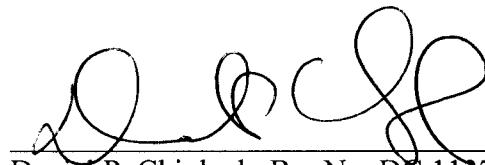
Gregory Mark Nespole  
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*Attorney for Movant Grant Robert*

Eduard Korsinsky  
Zimmerman Levi & Korsinsky, LLP  
39 Broadway, Suite 1601  
New York, NY 10006

*Attorney for Movant Ira Newman*

Dated: New York, New York  
January 16, 2008



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Daniel P. Chiplock, Bar No. DC 1137

LIEFF CABRASER HEIMANN & BERNSTEIN, LLP  
780 Third Avenue, 48th Floor  
New York, NY 10017  
Tel. (212) 355-9500  
Fax (212) 355-9592  
E-mail: dchiplock@lchb.com

*Attorney for Skandia Life Insurance Company Ltd.*